UNITED STATES DISTRICT COURT SOUTHERN DISTRICT OF NEW YORK

CATHERINE RUBERY, Derivatively on Behalf of : AMBAC FINANCIAL GROUP, INC.,

Plaintiff,

VS.

MICHAEL A. CALLEN, JOHN W. UHLEIN, III, : KEVIN J. DOYLE, GREGG L. BIENSTOCK, : THOMAS J. GANDOLFO, ROBERT G. : SHOBACK, DOUGLAS C. RENFIELD-MILLER, : DAVID W. WALLIS, WILLIAM T. MCKINNON, : SEAN T. LEONARD, JILL M. CONSIDINE, : LAURA S. UNGER, THOMAS C. THEOBALD, : HENRY D. G. WALLACE, PHILIP DUFF, : PHILIP B. LASSITER, ROBERT J. GENADER, : KATHLEEN A. MCDONOUGH and W. GRANT : GREGORY, :

Defendants,

- and -

AMBAC FINANCIAL GROUP, INC., a Delaware corporation,

Nominal Defendant.

Nommar Berendan

Civil Action No. 08 Civ. 854

NOTICE OF APPEARANCE

ECF Case

TO THE CLERK OF THIS COURT AND ALL PARTIES OF RECORD:

Please enter my appearance as counsel of record for the defendants in the abovecaptioned action. I certify that I am admitted to practice in this court. Dated: New York, New York

February 19, 2008

Respectfully submitted,

WACHTELL, LIPTON, ROSEN & KATZ

/s/ Warren R. Stern

Warren R. Stern (WS-2957)

51 West 52nd Street

New York, New York 10019

Telephone: (212) 403-1000 Facsimile: (212) 403-2000

Attorneys for Defendants